

**MINUTES OF MEETING OF THE MEMBERS OF THE  
HUDSON YARDS DEVELOPMENT CORPORATION  
APRIL 15, 2021**

A regular meeting of the Members of the Hudson Yards Development Corporation (the "Corporation") was held on April 15, 2021 at 11:00 AM. Due to the current COVID-19 epidemic and in light of New York State Executive Order 202.1 and subsequent extension under Executive Order 202.14 as well as under Article 7 of the Public Officers Law, to the extent necessary to permit any public body to meet and take such actions authorized by the law without permitting in public in-person access to meetings and authorizing such meetings to be held remotely by conference call or similar service, provided that the public has the ability to view or listen to such proceeding and that such meetings are recorded and later transcribed.

Therefore, this meeting took place via video conference using the following information:

Please join my meeting from your computer, tablet or smartphone.

<https://global.gotomeeting.com/join/225120789>

You could also dial in using your phone.

(For supported devices, tap a one-touch number below to join instantly.)

United States: +1 (571) 317-3112

- One-touch: tel:+15713173112,,225120789#

Access Code: 225-120-789

**The Following Members Were Represented By Proxy, constituting a quorum:**

Raymond Majewski, Office of the Speaker of the City Council

Pedram Mahdavi, Deputy Mayor for Economic Development for the City of New York

Christine Berthet, Manhattan Community Board 4

Bill Casto, New York City Department of Parks and Recreation

Elizabeth Rohlfiing, New York City Department of Housing Preservation and Development

Lizette Chaparro, Office of Manhattan Borough President

Frank Ruchala, New York City Planning Commission

Matthew Green, City Councilmember for District 3

Marjorie Henning, New York City Comptroller

Fred D'Ascoli, New York City Economic Development Corporation

**Election of Directors and Alternative Directors**

Upon motion duly made and seconded, the following resolutions for the Election of Directors and/or Alternate Directors were unanimously approved.

WHEREAS, the Hudson Yards Development Corporation (the "Corporation") is a not-for-profit local development corporation incorporated under the New York Not-For-Profit Corporation Law (the "N-PCL");

WHEREAS, Section 703(d) of the N-PCL provides that where directors of not-for-profit corporations are elected by membership sections, such sections may also elect alternate directors;

WHEREAS, pursuant to the Certificate of Incorporation and By-Laws of the Corporation, each Member comprises a Membership Class and each Membership Class constitutes a separate section entitled to elect or appoint one director and an alternate director; and

WHEREAS, the Membership Class consisting of the Director of the New York City Office of Management and Budget wishes to elect a new alternate Director; it is hereby

RESOLVED, that the Membership Class consisting of the Director of the New York City Office of Management and Budget for the City of New York hereby elects Tara Boirard and, in her absence, Kathryn Johnson as his Alternate Director.

WHEREAS, the Membership Class consisting of the President of New York City Economic Development Corporation wishes to elect a new alternate Director; it is hereby

RESOLVED, that the Membership Class consisting of the Acting President of New York City Economic Development Corporation hereby elects Fred D'Ascoli as her Alternate Director.

**Approval of Minutes**

Upon motion duly made and seconded, the minutes of the September 29, 2020 meeting of the Members of the Corporation were unanimously approved.

**Adjournment**

There being no further business, the meeting was adjourned.

**MINUTES OF MEETING OF THE BOARD OF DIRECTORS OF THE  
HUDSON YARDS DEVELOPMENT CORPORATION  
APRIL 15, 2021**

A regular meeting of the Members of the Hudson Yards Development Corporation (the "Corporation") was held on April 15, 2021 at 11:20 AM. Due to the current COVID-19 epidemic and in light of New York State Executive Order 202.1 and subsequent extension under Executive Order 202.14 as well as under Article 7 of the Public Officers Law, to the extent necessary to permit any public body to meet and take such actions authorized by the law without permitting in public in-person access to meetings and authorizing such meetings to be held remotely by conference call or similar service, provided that the public has the ability to view or listen to such proceeding and that such meetings are recorded and later transcribed.

Therefore, this meeting took place via video conference using the following information:

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**The Following Members Were Represented By Proxy, constituting a quorum:**

Kathryn Johnson, New York City Office of Management and Budget

Raymond Majewski, Office of the Speaker of the City Council

Pedram Mahdavi, Deputy Mayor for Economic Development for the City of New York

Christine Berthet, Manhattan Community Board 4

Bill Casto, New York City Department of Parks and Recreation

Elizabeth Rohlfing, New York City Department of Housing Preservation and Development

Lizette Chaparro, Office of Manhattan Borough President

Frank Ruchala, New York City Planning Commission

Matthew Green, City Councilmember for District 3

Marjorie Henning, New York City Comptroller

Fred D'Ascoli, New York City Economic Development Corporation

**Approval of Minutes**

Upon motion duly made and seconded, the minutes of the September 29, 2020 meeting of the Board of Directors of the Corporation were unanimously approved.

**President's Report**

Angela Cavaluzzi reported on the state of affairs of Hudson Yards.

**Development Activity Update**

Lincoln Patel and Cheehan Leung reported on the status of the Hudson Yards project initiatives and development activity as well as recommended organizational priorities for the upcoming fiscal year regarding Phase II of Hudson Park and Blvd Acquisition and Design Status

**Ratification of Policies for Public Authorities Accountability Act Compliance**

Upon motion duly made and seconded, the following resolution was unanimously adopted:

**RESOLVED**, that HYDC's current Investment Guidelines and the Policies on the Acquisition and Disposition of Real Property and the Disposition of Personal Property, attached to this item as Appendix 1, 2 and 3, respectively, are hereby ratified.

**Design Services Agreement with WSP, Inc.**

Upon motion duly made and seconded, the following resolution was unanimously adopted:

**RESOLVED**, that the President of the Hudson Yards Development Corporation ("HYDC") and other empowered officers are authorized to enter into the WSP Design Services Consultant Agreement substantially as described herein.

**Design Force Account Agreement with Amtrak**

Upon motion duly made and seconded, the following resolution was unanimously adopted:

**RESOLVED**, that the President of the Hudson Yards Development Corporation ("HYDC") and other empowered officers are authorized to accept assignment of the National Railroad Passenger Corporation ("Amtrak") Design Phase Force Account Agreement and First Amendment substantially as described herein as well as enter into the Second Amendment among the Parties.

**Ratification of Fiscal Year 2022 Budget, Fiscal Year 2020 and 2021 Reports and Five Year Budget Plan**

Upon motion duly made and seconded, the following resolution was unanimously adopted:

**RESOLVED**, that the Hudson Yards Development Corporation's ("HYDC") budget for fiscal year 2022 (Appendix I), proposed fiscal year 2021 budget compared to historical expenditures (Appendix II) and five year budget plan for the period of fiscal years 2022 and 2026 (Appendix III) (collectively, the "Budgets"), are hereby approved;

**FURTHER RESOLVED**, that the Budgets, together with the reports for fiscal years 2020 and 2021, all as set forth in Appendix III to this item, shall be submitted by HYDC as required by the New York State Public Authorities Accountability Act ("PAAA").

**Adjournment**

There being no further business, the meeting was adjourned.